

\$16.00

# OSTER Researching Services

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301-253-6040

3-118A101

RECORDATION NO. 18213 FILED 1425

APR 28 1993 9:50 AM

April 28, 1993

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is a Memorandum of Security Agreement dated January 27, 1993, between the following parties:

Grantor: Atel Cash Distribution Fund IV  
160 Sansome Street  
San Francisco, CA 94104

Grantee: Electro-Motive Division,  
General Motors Corporation  
La Grange, IL 60525

The equipment involved in this transaction is listed on Schedule A to the document.

Please file this agreement as a primary document. The filing fee of \$16 is enclosed. Thank you.

Sincerely,

*Mary Ann Oster*

Mary Ann Oster  
Research Consultant

Enclosures

*M. Ann Oster*

MEMORANDUM OF SECURITY AGREEMENT

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Memorandum of Security Agreement in connection with that certain Purchase Agreement between ATEL CASH DISTRIBUTION FUND IV ("Buyer") and ELECTRO-MOTIVE DIVISION, GENERAL MOTORS CORPORATION ("Seller") for the sale and purchase of thirty locomotives (the "Equipment") as further identified on Schedule A attached hereto, that certain Remarketing Agreement between Buyer and Seller, the Locomotive Operating Lease between Seller and Burlington Northern Railroad Company ("BN"), for the lease of the Equipment, and the Non-recourse Assignment of Lease by Seller to Buyer all of which are dated as of December 30, 1992.

KNOW ALL MEN BY THESE PRESENTS that in consideration of and pursuant to said Remarketing Agreement and other good and valuable consideration, the receipt of which is hereby acknowledged by the undersigned, Buyer has agreed to grant and granted to Seller, and Seller has agreed to accept and has received from Buyer, a Security Interest in the Equipment pursuant to the terms of said Remarketing Agreement solely to the extent of the balance due Seller, if any, from the Reserve Account (as defined in said Remarketing Agreement).

ACKNOWLEDGEMENT OF SECURITY AGREEMENT

Dated: January 27, 1993

ATEL CASH DISTRIBUTION FUND IV

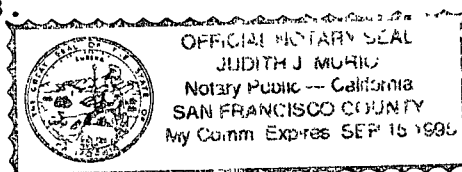
By: ATEL Financial Corporation  
as general partner

By: [Signature]  
Name: Dean Cash  
Title: Executive Vice President

STATE OF CALIFORNIA )  
COUNTY OF SAN FRANCISCO ) SS

Subscribed and Sworn before me  
this 27th day of January 1993.

[Signature]  
Notary Public



## Equipment Description

16  
30 - 1983 manufactured General Motors Electro-Motive Division 6 axle, 3000 horsepower Diesel Electric Locomotives as follows:

<u>Road Number</u>	<u>Model</u>
6040	SD40-2
6041	SD40-2
6042	SD40-2
6043	SD40-2
6044	SD40-2
6045	SD40-2
6046	SD40-2
6047	SD40-2
6048	SD40-2
6049	SD40-2
6300	SD40-2
6301	SD40-2
6302	SD40-2
6303	SD40-2
6304	SD40-2
6305	SD40-2
6306	SD40-2
6307	SD40-2
6309	SD40-2
6310	SD40-2
6311	SD40-2
6312	SD40-2
6313	SD40-2
6314	SD40-2
6345	SD40-2
6346	SD40-2
6347	SD40-2
6348	SD40-2
6381	SD40-2
6382	SD40-2

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